

THE NATHAN B. STUBBLEFIELD FOUNDATION
BOARD MEETING MINUTES 7/17/23
WMNF COMMUNITY RADIO 88.5 FM
WMNF 88.5 FM COMMUNITY RADIO, 1210 E. MLK Blvd., Tampa, FL 33603-4417

<u>Meeting Attendance</u>					
<u>Board Member</u>	<u>P</u>	<u>A</u>	<u>Board Member</u>	<u>P</u>	<u>A</u>
Will Greaves	L		Geoff Gutgold	P	
Isha Del Valle	P		Dyllan Furness	P	
Jennifer Meksraitis	V		Jennifer Campbell	P	
Amina Spahic	V		Yvette Lewis	L	
Mark Schreier	V		Emmy Lou Fuchs	P	
Scott Elliott	P		Greg Vannette		
JoEllen Schilke	A		Samantha Hval (Staff Rep)	P	
Jack Timmel	P		Grant Hart	P	
Randi Zimmerman (Station Manager)	P				

P-Present, A- Absent, V- Virtual

MISSION STATEMENT

WMNF is a listener-supported community radio station that celebrates cultural diversity and is committed to equality, peace, and social and economic justice. WMNF provides broadcasts and other forums with a grassroots local emphasis that promote creative, musical, and political vitality.

Agenda Item

Call to Order

Lead

Isha Del Valle

Time

7:20

Roll Call/Proxies

Guests:

Michael Mainguth
Miss Julie
Laurie Berlin
Katarina Lauver
Bob Seymour
Steve Schwersky
Bruce Holberg
Eric Passtman
Greg Musselman
Pamela Robinson

Emmy Lou Fuchs

7:24

Simon Firer

Agenda Review **Isha Del Valle** **7:22**

Adding a general comment section after the special committee discussion for a PSA that Jack wants to pitch for us to create.

Acceptance of Items on Consent Agenda **Isha Del Valle** **7:26**

Jennifer C moves to accept the consent agenda with that one change, Jack seconds, all in favor.

Committee Updates:

- No meeting held: Nominating, CAB, Technology, Finance, Diversity
- Minutes in Basecamp: ByLaws

Review/Approve Last Month's Minutes **Emmy Lou Fuchs** **7:27**

Geoff motions to accept last month's minutes, Jennifer C seconds, all in favor.

Attendance Review **Emmy Lou Fuchs** **7:28**

One of Scott's absences is falling off next month.

Guest Comments **7:29**

Steve Schwersky, Bruce Holberg and Eric Passtman, representing the Jewish Community Relations Council of the Jewish Federation of Florida's Gulf Coast, feel that the show True Talk continues to make false claims about Israel and asks the board to take action.

Miss Julie says that after a long discussion, the majority of the volunteer committee and staff are interested in keeping the first sentence of the mission statement, and putting some version of the second sentence in the values and vision statement.

Development Committee **Emmy Lou Fuchs & Geoff Gutgold** **7:49**

Putting together an agenda for starting a new phase of shows and projects. Working on the Circle of Friends party for August. Looking for volunteers or new committee members. The committee meets on the second Monday of every month at 6:30.

Bylaws Committee **Mark Schreier** **7:52**

Met last week and reviewed the bylaws. Concluded that they are all current with recent changes, including the change about additional rules regarding attendance via zoom meeting. However, there appears to be a conflict in the bylaws between two paragraphs. In article 10, paragraph 2 states that bylaws may be amended by a vote equal in number to two thirds of the

members currently qualified to sit on the board of directors. However, paragraph 4 of article 7 states that amendments to the volunteer committee bylaws shall be adopted and approved by a majority of the board. The committee recommends that the paragraph in article 7 be updated to require a two thirds majority.

Jennifer C motions to approve that edit and Will seconds it. All in favor.

Finance Committee

Jennifer Campbell

7:58

Reviewed the recent financial performance up to June 30th. Expenses were lower due to long term vacant positions and strong expense control. We also had unexpected Employee Retention Credit revenue of \$290,000 from the IRS. Cash situation is healthy, allowing for increased investments and interest earnings.

The draft of the FY 24 budget is very optimistic in terms of revenue projections, and may need some adjusting if we don't hit those goals. Shari participated in the meeting and her competence with fundraising and development helps the committee feel confident running a deficit budget again. Very productive meeting with lots of impressive ideas for marketing and development.

Manager Report

Randi Zimmerman

8:03

Randi opens the floor to questions about the report that was sent out.

Jack asks if we are keeping track of per donor amounts with Meet The Match separated as well. Randi says they are currently all grouped together, but can be pulled out per campaign through Allegiance. Jack asks if the billboard campaign is already scheduled, and it is, for August 7th. That campaign will go for 12 weeks going into November, and there will be a fund drive in October while the billboard is up.

Geoff asks what the design of the billboard will be and when the new website will be live. The billboard will be very simple with the logo and tagline. The website should be ready by the end of the summer with the app soon thereafter, but there's no solid date. The design team is just about done and board members can look at what they have if they'd like to give their thoughts. When the billboard campaign starts, the branding should all be changing over as well.

Dyllan asks if there should be a KPI for total Circle of Friends members over time. Randi says that generally each fund drive loses just as many Circle of Friends members as we lose, so it stays about the same. Our retention rate is 65%, which is pretty high compared to other nonprofits. It might be worth looking into ways to emphasize the importance of Circle of Friends to reduce the amount of people that drop.

Will brings up an email that Randi sent out about the proposed budget in the Florida house that drops all funding for the Corporation for Public Broadcasting. He asks the board if there is something we can do to raise awareness of it and if it would be seen as a partisan statement to express support for the CPB. Randi says that we can run it by our lawyers and draft an editorial statement.

Special Mission Committee**Jack Timmel****8:26**

This committee was formed to have a more in-depth discussion of possible revisions of our mission and values statements. The goal is not to change the mission but to expand it and communicate it more directly. If it gets a two thirds vote, the committee recommends posting the proposal for public comment before having a second vote to ratify it. Jack opens the floor to questions and discussion.

Yvette, Emmy and Sam express that this proposal seems less clear about embracing diversity and inclusion and they would like that to be as direct as it is in the current statement. Sam and Julie say that staff and volunteers have told them that they signed up specifically because they felt seen by that part of the statement. Julie is also concerned that calling WMNF a multimedia resource center isn't clear enough about who we are.

Isha explains that the current mission statement is too long and adding the vision and values statements to the bylaws are a way to keep everything that's important but to keep the mission statement itself down to one simple sentence. Dyllan and Jack invite everyone to join the next mission statement committee meeting, but ask radioactivists to go through JoEllen and the volunteer committee so the meetings aren't overwhelmed and can stay on task.

Laurie Berlin expresses concern that the statement doesn't mention "radio" anywhere, and Jack responds that many people interact with and benefit from WMNF without ever tuning in to the radio station. Amina asks for clarification on when the board will be voting on the change, and Isha explains that there is no set schedule. This is such an important decision that it will take as long as it needs to get it right and get as much feedback as possible.

Special Mission Committee**Jack Timmel****9:14**

Jack recommends putting out a pro-labor board editorial in support of the potential upcoming UPS strike. Yvette asks how often we do these, and points out that putting out editorials for some things could open us up for criticism on things that we might miss.

Jack makes a motion to produce the editorial, Isha seconds, motion passes with all in favor.

Jack also recommends using our connections and donor base to get donations for striking workers as well as potential discounts on things like food or coffee that could be given out.

Jack makes a motion to authorize up to \$300 from our discretionary budget for food purchases, should the UPS workers go on strike. Geoff seconds, motion passes with all in favor.

Executive Session**Isha Del Valle****9:24**

Isha motions to enter executive session for personnel discussion, Jack seconds. All in favor.

Will motions to exit executive session, Jennifer C seconds. All in favor.

PALS**Jack Timmel****9:47****(Participation, Accomplishments, Listening, and Scheduling)**

P- 9, 10, 10, 10, 9, 10, 9, 10, 10, 10, 8, 9, 9, 9, 9

A- 8, 8,8,8,8,8,9,9,8,7,8,8,8,8

L- 10,9,10,9,9,9,9,9,9,9,8,8

S- 8,7,10,8,8,8,8,9,8,8,8,8,7,8

Next Meeting 8/21/23**Isha Del Valle****9:49****Adjournment****Isha Del Valle****9:50**

Geoff motions to adjourn. Scott seconds, all in favor.

THE BOARD'S ROLE

Governs the NBSF, which protects the FCC license, building and equipment, goodwill; employs staff. Establishes the mission of WMNF. Responsible for strategic planning. Establishes prudent financial policies, annual budget, annual audit, conducts planning retreats, approves personnel policies, style statements and programming policies. Participates in fund-raising functions of WMNF; approves non-budgeted expenditures over \$2,000.00.

*We go into Executive Session only when proper criteria concerning purpose are met or to review/approve the previous month's Executive Session minutes.

by Emmy Lou Fuchs, Board Secretary

DRAFT